

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)
:
Debtors. : (Jointly Administered)
:
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AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On November 12, 2008, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification and (ii) upon the parties listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2377 (Fujitsu Ten Corp. Of America, JPMorgan Chase Bank, N.A., TPG Credit Opportunities Fund, L.P., And TPG Credit Opportunities Investors, L.P.) (Docket No. 14403) [a copy of which is attached hereto as Exhibit C]
- 2) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2402 (Motorola, Inc., A/K/A Motorola AIEG/Longacre Master Fund, Ltd.) (Docket No. 14404) [a copy of which is attached hereto as Exhibit D]
- 3) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 12197 (Arnold Center, Inc.) (Docket No. 14410) [a copy of which is attached hereto as Exhibit E]
- 4) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9540 (Hollingsworth & Vose Co.) (Docket No. 14411) [a copy of which is attached hereto as Exhibit F]
- 5) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9760 (Special Situations Investing Group, Inc.) (Docket No. 14412) [a copy of which is attached hereto as Exhibit G]

- 6) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 6844 (Special Situations Investing Group, Inc. And Ambrake Corporation) (Docket No. 14413) [a copy of which is attached hereto as Exhibit H]
- 7) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 11900 (Amtek, Inc.) (Docket No. 14414) [a copy of which is attached hereto as Exhibit I]

On November 12, 2008, I caused to be served the document listed below upon the parties listed on Exhibit J hereto via postage pre-paid U.S. mail:

- 8) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2377 (Fujitsu Ten Corp. Of America, JPMorgan Chase Bank, N.A., TPG Credit Opportunities Fund, L.P., And TPG Credit Opportunities Investors, L.P.) (Docket No. 14403) [a copy of which is attached hereto as Exhibit C]

On November 12, 2008, I caused to be served the document listed below upon the parties listed on Exhibit K hereto via postage pre-paid U.S. mail:

- 9) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2402 (Motorola, Inc., A/K/A Motorola AIEG/Longacre Master Fund, Ltd.) (Docket No. 14404) [a copy of which is attached hereto as Exhibit D]

On November 12, 2008, I caused to be served the document listed below upon the party listed on Exhibit L hereto via postage pre-paid U.S. mail:

- 10) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 12197 (Arnold Center, Inc.) (Docket No. 14410) [a copy of which is attached hereto as Exhibit E]

On November 12, 2008, I caused to be served the document listed below upon the party listed on Exhibit M hereto via postage pre-paid U.S. mail:

- 11) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9540 (Hollingsworth & Vose Co.) (Docket No. 14411) [a copy of which is attached hereto as Exhibit F]

On November 12, 2008, I caused to be served the document listed below upon the party listed on Exhibit N hereto via postage pre-paid U.S. mail:

12) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of
Claim Number 9760 (Special Situations Investing Group, Inc.) (Docket No.
14412) [a copy of which is attached hereto as Exhibit G]

On November 12, 2008, I caused to be served the document listed below upon the parties listed on Exhibit Q hereto via postage pre-paid U.S. mail:

13) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of
Claim Number 6844 (Special Situations Investing Group, Inc. And Ambrake
Corporation) (Docket No. 14413) [a copy of which is attached hereto as Exhibit
H]

On November 12, 2008, I caused to be served the document listed below upon the party listed on Exhibit P hereto via postage pre-paid U.S. mail:

14) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of
Claim Number 11900 (Amtek, Inc.) (Docket No. 14414) [a copy of which is
attached hereto as Exhibit I]

Dated: November 17, 2008

/s/ Darlene Calderon

Darlene Calderon

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 17th day of November, 2008, by Darlene Calderon, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ L. Maree Sanders

Commission Expires: 10/1/09

EXHIBIT A

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Fried, Frank, Harris, Shriver & Jacobson	Brad Eric Sheler Bonnie Steingart Vivek Melwani Jennifer L Rodburg Richard J Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	rodbuie@ffhsj.com sliviri@ffhsj.com	Counsel to Equity Security Holders Committee
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General Electric Company	Valerie Venable	9930 Kincey Avenue		Huntersville	NC	28078	704-992-5075	valerie.venable@ge.com	Creditor Committee Member
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EXHIBIT B

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<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: :
: :
: Chapter 11
DELPHI CORPORATION, et al., : Case No. 05-44481 [RDD]
: :
: Debtors. : Jointly Administered
: :
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**JOINT STIPULATION AND AGREED ORDER
COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBER 2377
(FUJITSU TEN CORP. OF AMERICA,
JPMORGAN CHASE BANK, N.A., TPG CREDIT OPPORTUNITIES
FUND, L.P., AND TPG CREDIT OPPORTUNITIES INVESTORS, L.P.)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (the "Debtors"), Fujitsu Ten Corp. of America ("FTCA"), JPMorgan Chase Bank, N.A. ("Chase"), TPG Credit Opportunities Fund, L.P. ("TPGF") and TPG Credit Opportunities Investors, L.P. ("TPGI"), respectfully submit this Joint Stipulation and Agreed Order Compromising and Allowing Proof Of Claim

Number 2377 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, on March 22, 2006, FTCA filed proof of claim number 2377 against DAS LLC asserting an unsecured non-priority claim in the amount of \$5,504,674.99 (the "Claim"); and

WHEREAS, on April 4, 2007, FTCA partially transferred the Claim to Chase pursuant to, among other documents, a Notice of Transfer (Docket No. 7571); and

WHEREAS, on May 15, 2008, Chase partially transferred its interest in the Claim to TPGI, pursuant to, among other documents, a Notice of Transfer (Docket No. 13612); and

WHEREAS, on May 15, 2008, Chase transferred the remainder of its interest in the Claim to TPGF, pursuant to, among other documents, a Notice of Transfer (Docket No. 13613) (the "TPGF Notice of Transfer"); and

WHEREAS, on May 29, 2008, Chase amended the TPGF Notice of Transfer (Docket No. 13690); and

WHEREAS, on August 24, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twentieth Omnibus Objection Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B)

Insufficiently Documented Claims, (C) Claims Not Reflected On Debtors' Books And Records, (D) Untimely Claim, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, Consensually Modified And Reduced Tort Claims, And Lift Stay Procedures Claims Subject To Modification (Docket No. 9151) (the "Twentieth Omnibus Claims Objection"); and

WHEREAS, on September 19, 2007, FTCA filed a Response To Debtors' Twentieth Omnibus Claims Objection (Docket No. 9403) (the "Response"); and

WHEREAS, on October 27, 2008, to resolve the Twentieth Omnibus Claims Objection with respect to the Claim, DAS LLC, FTCA, TPGI, TPGF and Chase entered into a settlement agreement (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$5,292,793.00 as a general unsecured non-priority claim; and

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Upon Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

NOW, THEREFORE, in consideration of the foregoing, the Debtors, FTCA, TPGI, TPGF and Chase stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$5,292,793.00 and shall

be treated as an allowed general unsecured non-priority claim against DAS LLC. The Claim shall be allocated as follows: (1) TPGF shall hold a \$2,434,684.78 portion of the Claim; and (2) TPGI shall hold a \$2,858,108.22 portion of the Claim.

2. Without further order of the Court, DAS LLC is authorized to reduce the Claim for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors to the extent that amounts comprising the Claim are paid to FTCA as cure payments made on account of the assumption, pursuant to section 365 of the Bankruptcy Code, of an executory contract or unexpired lease to which FTCA is a party.

3. The Twentieth Omnibus Claims Objection, solely as it relates to the Claim, and the Response are hereby withdrawn.

Dated: New York, New York
October 27, 2008

DELPHI CORPORATION, et al.
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger
NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: Valley Cottage, New York
September, 2008

TPG CREDIT OPPORTUNITIES FUND, L.P.

and TPG CREDIT OPPORTUNITIES
INVESTORS, L.P.
By its Counsel,
MANDEL, KATZ & BROSNAN LLP,

/s/ Siu Lan Chan
SIU LAN CHAN (SC-4174)
The Law Building
210 Route 303
Valley Cottage, New York 10989
(845) 639-7800

[Signatures concluded on following page]

Dated: Bloomfield Hills, Michigan
October 21, 2008

FUJITSU TEN CORP. OF AMERICA,
By its Counsel,
CARSON FISCHER, P.L.C.,

/s/ Robert A. Weisberg
ROBERT A. WEISBERG
CHRISTOPHER A. GROSMAN
4111 Andover Road West, 2nd Floor
Bloomfield Hills, Michigan 48302
(248) 644-4840

Dated: New York, New York
September ___, 2008

JPMORGAN CHASE BANK,
By its Counsel,
K&L GATES LLP
By,

/s/ Steven H. Epstein
STEVEN H. EPSTEIN
599 Lexington Avenue
New York, NY 10022-6030
(212) 536-3900

SO ORDERED

This 6th day of November, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT D

TOGUT, SEGAL & SEGAL LLP
Bankruptcy Co-Counsel for Delphi Corporation, *et al.*,
Debtors and Debtors in Possession
One Penn Plaza, Suite 3335
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Delphi Legal Information Website:
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: :
: Chapter 11
DELPHI CORPORATION, *et al.*, : Case No. 05-44481 [RDD]
: :
Debtors. : Jointly Administered
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**JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 2402 (MOTOROLA,
INC. A/K/A MOTOROLA AIEG/LONGACRE MASTER FUND, LTD.)**

Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Temic Automotive of North America, Inc. ("Temic"), as assignee of Motorola, Inc. a/k/a Motorola AIEG ("Motorola"), Motorola and Longacre Master Fund, Ltd. ("Longacre") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2402 and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York; and

WHEREAS, by letter dated October 11, 2005, Motorola made a reclamation demand in the amount of \$2,460,482.10, seeking the return of certain goods it asserted had been delivered to the Debtors within ten (10) days prior to the Petition Date (the "Reclamation Demand"); and

WHEREAS, on March 24, 2006, Motorola filed proof of claim number 2402 (the "Claim") against Delphi Automotive Systems LLC ("DAS LLC"), asserting a claim of \$2,537,512.52 consisting of: (i) an unsecured non-priority claim in the amount of \$1,787,025.08 (the "Unsecured Claim") and (ii) a secured claim pursuant to section 507(a)(1) of the Bankruptcy Code in the amount of \$750,487.44 based on goods which Motorola asserted remained subject to the Reclamation Demand (the "Reclamation Claim"); and

WHEREAS, Motorola subsequently transferred the Claim to Longacre as evidenced by those certain Notices of Transfer filed on June 2, 2006 (Docket No. 4015); and

WHEREAS, on June 15, 2007, the Debtors objected to the Claim pursuant to the Debtors' Seventeenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not

Reflected On Debtors' Books And Records, (D) Untimely Claims And Untimely Tax Claims, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 8270) (the "Seventeenth Omnibus Claims Objection"); and

WHEREAS, on July 6, 2007, Motorola filed the Response of Motorola, Inc. To The Debtors' Seventeenth Omnibus Objection To Claims (Docket No. 8482) (the "Response"); and

WHEREAS, on December 19, 2007, pursuant to the Second Amended and Restated Final Order Under 11 U.S.C. §§ 362, 503, and 546 and Fed. R. Bankr. P. 9019 Establishing Procedures for Treatment of Reclamation Claims (Docket No. 10409) (the "Second Amended Reclamation Order"), entered by the Bankruptcy Court on October 2, 2007, the Debtors served a copy of a personalized Notice Of Treatment Of Reclamation Claim Under Plan Of Reorganization (the "Reclamation Election Notice") on Motorola with respect to the Reclamation Claim, whereby the Debtors asserted that the amount of the Reclamation Claim was \$39,060 and presented Motorola with the option of electing either (i) to take a general unsecured claim for the amount of the Reclamation Claim to the extent that such claim is allowed or (ii) to continue to assert administrative priority status for the Reclamation Claim and have its Reclamation Claim automatically adjourned to a future contested hearing at which the Debtors would seek a judicial determination that the Reclamation Claim is subject to the Debtors' reserved defense that the Reclamation Claim is not entitled to administrative priority status on the grounds that the goods and/or the proceeds form the sale of the goods for which the

Motorola is seeking a Reclamation Claim are or were subject to a valid security interest (the "Prior Lien Defense"); and

WHEREAS, Motorola failed to return the Reclamation Election Notice and, consequently, pursuant to the Second Amended Reclamation Order, Motorola has been deemed to have waived its right to assert administrative priority status for its Reclamation Claim and to the extent that such claim is allowed, it will be treated as a prepetition general unsecured claim; and

WHEREAS, on December 21, 2007, the Debtors served plan cure notices on Temic, proposing a cure amount of \$2,255,696.88 based on the Debtors' assumption of P.O. number SAG90I4704, which was issued under the Long Term Contract between DAS LLC acting through its Saginaw Steering Systems Division and Motorola, with a term of 2003 - 2009 for OEM production and calendar years 2010 - 2024 for 15 - year service requirements and an execution date of March 21, 2001 ("Contract Two"), in connection with the divestiture of the Debtors' steering and halfshaft business pursuant to the Order Approving (I) Disclosure Statement, (II) Record Date, Voting Deadline, And Procedures for Temporary Allowance Of Certain Claims, (III) Hearing Date To Consider Confirmation Of Plan, (IV) Procedures For Filing Objections To Plan, (V) Solicitation Procedures For Voting On Plan, (VI) Cure Claim Procedures, (VII) Procedures For Resolving Disputes Relating To Postpetition Interest, And (VIII) Reclamation Claim Procedures (Docket No. 12359) (the "Solicitation Procedures Order"); and

WHEREAS, by Order dated March 14, 2008, this Court ordered that

Motorola and its assignee Temic were deemed to have elected to receive a cash cure payment in the amount of \$2,255,696.88 based on the Debtors' assumption of Contract Two (Docket No. 13119); and

WHEREAS, on March 31, 2008, the Debtors served a cure notice on Motorola pursuant to the Order Under 11 U.S.C. §§ 105(a) And 365 And Fed. R. Bankr. P. 6006 (I) Establishing Procedures For Assumption And Assignment Of Certain Omitted Executory Contracts And Unexpired Leases In Connection With Sale Of Debtors' Steering And Halfshaft Business And (II) Authorizing Recovery Of Excess Discount Rights (Docket No. 13232) (the "Omitted Contracts Assumption Procedures Order"), proposing, inter alia, a cure amount of \$0.00 in connection with the assumption of the Contract Two; and

WHEREAS, on April 9, 2008, Temic filed the Objection Of Temic Automotive of North America, Inc. To The Debtors' Notice Of Assumption And Assignment And Cure Amount Of Executory Contract Or Unexpired Lease To Buyers In Connection With Sale Of Steering And Halfshaft Business (Docket No. 13343); and

WHEREAS, on April 28, 2008, the Debtors filed an Amended Notice Of Assumption And Assignment Of Executory Contracts In Connection With Sale of Steering And Halfshaft Business (Temic Automotive of North America, Inc.) (Docket No. 13468); and

WHEREAS, on April 28, 2008, Temic filed the Notice Of Withdrawal Of Objection Of Temic Automotive Of North America, Inc. To The Debtors' Notice Of

Assumption And Assignment And Cure Amount Of Executory Contract Or Unexpired Lease To Buyers In Connection With Sale Of Steering And Halfshaft Business (Docket No. 13470); and

WHEREAS, on October 29, 2008, to resolve the Seventeenth Omnibus Claims Objection with respect to the Claim, DAS LLC, Temic and Longacre entered into a settlement agreement (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$2,516,096.88 as a general unsecured non-priority claim, \$2,255,696.88 (the "Cure Amount") of which will be paid in cash to Temic as a cure payment with respect to the assumption of Contract Two ; and

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

NOW, THEREFORE, in consideration of the foregoing, the Debtors, Temic, Motorola and Longacre stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$2,516,096.88 and, with exception solely of the Cure Amount, which shall be paid in cash to Temic, shall be treated as an allowed general unsecured non-priority claim against the estate of DAS

LLC.

2. The Reclamation Demand and the Response are hereby withdrawn with prejudice.

3. Without further order of the Court, DAS LLC is authorized to offset or reduce the Claim for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors by the Cure Amount paid on account of the assumption of Contract Two, pursuant to section 365 of the Bankruptcy Code.

4. This Stipulation does not impact, alter or affect any other proofs of claim that Temic or Longacre have on file against the Debtors and relates solely to those

matters arising out of or related to the Claim.

Dated: New York, New York
November 4, 2008

DELPHI CORPORATION, *et al.*,
Debtors and Debtors-in-Possession,
By their Bankruptcy Conflicts Counsel,
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Neil Berger
NEIL BERGER (NB-3599)
A Member of the Firm
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

Dated: Chicago, Illinois
October 28, 2008

TEMIC AUTOMOTIVE OF NORTH
AMERICA, INC. and MOTOROLA, INC.
A/K/A MOTOROLA AIEG,
By their Counsel,
MCDERMOTT WILL & EMERY LLP
By:

/s/ Peter A. Clark
PETER A. CLARK
227 West Monroe Street
Chicago, Illinois 60606
(312) 372-2000

[Signatures concluded on following page]

Dated: New York, New York
October, 2008

LONGACRE MASTER FUND, LTD.,
By:

/s/ Vladimir Jelisavcic
VLADIMIR JELISAVCIC
810 Seventh Avenue, 33rd Floor
New York, New York 10019
(212) 259-4305

SO ORDERED

This 6th day of November, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT E

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
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(312) 407-0700
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler

- and -

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Kayalyn A. Marafioti
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Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
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DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
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Debtors. : (Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 12197
(ARNOLD CENTER, INC.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems, LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Arnold Center, Inc. ("Arnold Center") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 12197 (Arnold Center, Inc.) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 28, 2006, Arnold Center filed proof of claim number 12197 against DAS LLC, which asserts an unsecured non-priority claim in the amount of \$135,298.72 (the "Claim") stemming from the sale of goods to DAS LLC.

WHEREAS, on July 13, 2007, the Debtors objected to the Claim pursuant to the Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant to 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, And Consensually Modified and Reduced Claims (Docket No. 8617) (the "Nineteenth Omnibus Claims Objection").

WHEREAS, on August 8, 2007, Arnold Center filed its Response Of Arnold Center, Inc. To Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. §502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected on Debtors' Books And Records, (C) Untimely Claim, And (D) Claims

Subject to Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, And Consensually Modified and Reduced Claims (Docket No. 8940) (the "Response").

WHEREAS, on September 10, 2007, Arnold Center withdrew its Response pursuant to its filing of the Withdrawal Of Docket #8940, Response Of Arnold Center, Inc. To Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. §502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected on Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject to Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, And Consensually Modified and Reduced Claims (Docket No. 9304).

WHEREAS, to resolve the Nineteenth Omnibus Claims Objection with respect to the Claim, the Debtors and Arnold Center entered into this Joint Stipulation.

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that the Claim shall be allowed in the amount of \$77,516.26 as an allowed general unsecured non-priority claim against the estate of DAS LLC.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Arnold Center stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$77,516.26 and shall be

treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

2. Allowance of the Claim is in full satisfaction of the Claim and Arnold Center, on its behalf and on behalf of each of its predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (the "Arnold Center Releasing Parties"), hereby waives any and all rights to assert, against any and all of the Debtors, that the Claim is anything but a prepetition general unsecured non-priority claim against DAS LLC. The Arnold Center Releasing Parties further release and waive any right to assert any other claim, cause of action, demand, lien, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claim or which the Arnold Center Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date.

So Ordered in New York, New York, this 10th day of November, 2008

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
333 West Wacker Drive, Suite 2100
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- and -

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Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

/s/ Susan M. Cook

Susan M. Cook
LAMBERT, LESER, ISACKSON, COOK &
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Attorneys for Arnold Center, Inc.

EXHIBIT F

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333 West Wacker Drive, Suite 2100
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John Wm. Butler, Jr.
John K. Lyons
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- and -

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Thomas J. Matz

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
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DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
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Debtors. : (Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 9540
(HOLLINGSWORTH & VOSE CO.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems, LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Hollingsworth & Vose Co. ("Hollingsworth") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 12197 (Hollingsworth & Vose Co.) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS on October 11, 2005, Hollingsworth submitted a demand to the Debtors asserting a reclamation claim in the amount of \$8,455.44 (the "Reclamation Demand").

WHEREAS, on July 14, 2006, Hollingsworth filed proof of claim number 9540 against DAS LLC, which asserts an unsecured non-priority claim in the amount of \$39,111.67 (the "Claim") stemming from the sale of goods.

WHEREAS on April 24, 2006, the Debtors and Hollingsworth entered into a letter agreement (the "Reclamation Letter Agreement") with respect to the Reclamation Demand, whereby the Debtors and Hollingsworth acknowledge and agree that the valid amount of the Reclamation Demand is \$5,984.96 (the "Reclamation Claim"), subject to the Debtors' right to seek, at any time and notwithstanding Hollingsworth's agreement to the amount set forth in the Reclamation Letter Agreement, a judicial determination that certain reserved defenses (the "Reserved Defenses") to the Reclamation Claim are valid.

WHEREAS, on April 27, 2007, the Debtors objected to the Claim pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And

Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Protective Insurance Claims, (D) Insurance Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims And Untimely Tax Claims, And (F) Claims Subject to Modification, Tax Claims Subject to Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

WHEREAS, on May 24, 2007, Hollingsworth filed its Hollingsworth & Vose Co.'s Response To Debtors' Objection To Claim No. 9540 (Docket No. 8036) (the "Response").

WHEREAS, on May 30, 2007, Hollingsworth withdrew its Response pursuant to its filing of the Withdrawal Of Hollingsworth & Vose Co.'s Response to Debtors' Objection To Claim No. 9540 (Docket No. 8102).

WHEREAS, on December 19, 2007, pursuant to the Second Amended and Restated Final Order Under 11 U.S.C. §§ 362, 503, and 546 and Fed. R. Bankr. P. 9019 Establishing Procedures for Treatment of Reclamation Claims (Docket No. 10409) (the "Second Amended Reclamation Order"), entered by the Delphi Bankruptcy Court on October 2, 2007, the Debtors served a copy of a personalized Notice Of Treatment Of Reclamation Claim Under Plan Of Reorganization (the "Reclamation Election Notice") on Hollingsworth with respect to the Reclamation Claim, whereby the Debtors presented Hollingsworth with the option of electing either (i) to take a general unsecured claim for the amount of the Reclamation Claim to the extent that such claim is allowed or (ii) to continue to assert administrative priority status for the Reclamation Claim and have its Reclamation Claim automatically adjourned to a future contested hearing at which the Debtors would seek a judicial determination that the Reclamation Claim is subject to the Debtors' Reserved Defense that the Reclamation Claim is not entitled to

administrative priority status on the grounds that the goods and/or the proceeds from the sale of the goods for which Hollingsworth is seeking a Reclamation Claim are or were subject to a valid security interest (the "Prior Lien Defense").

WHEREAS, Hollingsworth failed to return the Reclamation Election Notice. Thus, pursuant to the Second Amended Reclamation Order, the Debtors reserve the right to assert that Hollingsworth has been deemed to have waived its right to assert administrative priority status for its Reclamation Claim and to the extent that such claim is allowed, it will be treated as a prepetition general unsecured claim.

WHEREAS, to resolve the Thirteenth Omnibus Claims Objection with respect to the Claim, the Debtors and Hollingsworth entered into this Joint Stipulation.

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that the Claim shall be allowed in the amount of \$15,157.96 as an allowed general unsecured non-priority claim against the estate of DAS LLC.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Hollingsworth stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$15,157.96 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Allowance of the Claim is in full satisfaction of the Claim and

Hollingsworth, on its behalf and on behalf of each of its predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (the "Hollingsworth Releasing Parties"), hereby waives any and all rights to assert, against any and all of the Debtors, that the Claim is anything but a prepetition general unsecured non-priority claim against DAS LLC. The Hollingsworth Releasing Parties further release and waive any right to assert any other claim, cause of action, demand, lien, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claim or which the Hollingsworth Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date.

So Ordered in New York, New York, this 10th day of November, 2008

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
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DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
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Debtors. : (Jointly Administered)
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----- x

JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 9760
(SPECIAL SITUATIONS INVESTING GROUP, INC.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Special Situations Investing Group, Inc. ("SSI") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9760 (Special Situations Investing Group, Inc.) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on October 13, 2005, Cataler North America Corporation ("Cataler") submitted a demand to the Debtors asserting a reclamation claim in the amount of \$1,383,074.02 (the "Reclamation Demand").

WHEREAS on April 24, 2006, the Debtors and Cataler entered into a letter agreement (the "Reclamation Letter Agreement") with respect to the Reclamation Demand, whereby the Debtors and Cataler acknowledge and agree that the valid amount of the Reclamation Demand is \$18,298.73 (the "Reclamation Claim"), subject to the Debtors' right to seek, at any time and notwithstanding Cataler's agreement to the amount set forth in the Reclamation Letter Agreement, a judicial determination that certain reserved defenses (the "Reserved Defenses") to the Reclamation Claim are valid.

WHEREAS, on July 13, 2006, Cataler filed proof of claim number 9760 against DAS LLC, which asserts (i) an unsecured non-priority claim in the amount of \$4,023,387.57 stemming from the sale of goods and (ii) an unsecured priority claim in the amount of

\$18,298.73 stemming from the Reclamation Claim, for an aggregate amount of \$4,041,686.30 (the "Claim").

WHEREAS, on July 11, 2006, Cataler assigned its interest in the Claim to Bank of Tokyo-Mitsubishi UFJ ("Bank of Tokyo") pursuant to a Notice of Transfer (Docket No. 5081).

WHEREAS, on July 11, 2006, Bank of Tokyo assigned its interest in the Claim to JPMorgan Chase Bank, N.A. ("JPMorgan Chase") pursuant to a Notice of Transfer (Docket No. 5082).

WHEREAS, on August 31, 2006, JPMorgan Chase assigned its interest in the Claim to SSI pursuant to a Notice of Transfer (Docket No. 5083).

WHEREAS, on April 27, 2007, the Debtors objected to the Claim pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Insufficiently Documented Claims, (b) Claims Not Reflected On Debtors' Books And Records, (c) Protective Insurance Claims, (d) Insurance Claims Not Reflected On Debtors' Books And Records, (e) Untimely Claims And Untimely Tax Claims, And (f) Claims Subject To Modification, Tax Claims Subject to Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

WHEREAS, on May 25, 2007, SSI filed its Response of Special Situations Investment Group, Inc. to Thirteenth Omnibus Objection to Claims (Docket No. 8065) (the "Response").

WHEREAS, on December 19, 2007, pursuant to the Second Amended and Restated Final Order Under 11 U.S.C. §§ 362, 503, and 546 and Fed. R. Bankr. P. 9019

Establishing Procedures for Treatment of Reclamation Claims (Docket No. 10409) (the "Second Amended Reclamation Order"), entered by the Delphi Bankruptcy Court on October 2, 2007, the Debtors served a copy of a personalized Notice Of Treatment Of Reclamation Claim Under Plan Of Reorganization (the "Reclamation Election Notice") on SSI with respect to the Reclamation Claim, whereby the Debtors presented SSI with the option of electing either (i) to take a general unsecured claim for the amount of the Reclamation Claim to the extent that such claim is allowed or (ii) to continue to assert administrative priority status for the Reclamation Claim and have its Reclamation Claim automatically adjourned to a future contested hearing at which the Debtors would seek a judicial determination that the Reclamation Claim is subject to the Debtors' Reserved Defense that the Reclamation Claim is not entitled to administrative priority status on the grounds that the goods and/or the proceeds from the sale of the goods for which SSI is seeking a Reclamation Claim are or were subject to a valid security interest (the "Prior Lien Defense").

WHEREAS, SSI returned the Reclamation Election Notice and chose to continue to assert administrative priority status for the Reclamation Claim.

WHEREAS, to resolve the Thirteenth Omnibus Claims Objection with respect to the Claim, the Debtors and SSI entered into this Joint Stipulation.

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that the Claim shall be allowed against the estate of DAS LLC in the amount of \$4,041,686.30 as a general unsecured non-priority claim, subject to SSI's and DAS LLC's reservations of rights set forth in paragraphs 4 and 5 of this Joint Stipulation.

WHEREAS, SSI acknowledges that it has been given the opportunity to consult with counsel before executing this Joint Stipulation and is executing such Joint Stipulation

without duress or coercion and without reliance on any representations, warranties, or commitments other than those representations, warranties, and commitments set forth in this Joint Stipulation.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and SSI stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$4,041,686.30 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Without further order of the Court, DAS LLC is authorized to offset or reduce the Claim for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors by the amount of any cure payments made on account of the assumption, pursuant to section 365 of the Bankruptcy Code, of an executory contract or unexpired lease to which Cataler is a party.

3. Allowance of the Claim is in full satisfaction of the Claim and SSI, on its behalf and on behalf of each of its predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (the "SSI Releasing Parties"), hereby waives any and all rights to assert, against any and all of the Debtors, that the Claim is anything but a prepetition general unsecured non-priority claim against DAS LLC. The SSI Releasing Parties further release and

waive any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claim or which the SSI Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date.

4. Notwithstanding anything in paragraph 3 of this Joint Stipulation, SSI reserves the right, pursuant to section 503(b) of the Bankruptcy Code, to seek administrative priority status for \$18,298.73 of the Claim on the grounds that SSI, as assignee of Cataler, has a valid reclamation claim in the amount of \$18,298.73.

5. The Debtors reserve the right to seek, at any time and notwithstanding Cataler's agreement to the amount set forth in the Reclamation Letter Agreement, a judicial determination that the Reserved Defenses are valid.

6. The Thirteenth Omnibus Claims Objection and SSI's Response to the Thirteenth Omnibus Claims Objection are deemed resolved with respect to the Claim pursuant to this Joint Stipulation.

So Ordered in New York, New York, this 10th day of November, 2008

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
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DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
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Debtors. : (Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 6844
(SPECIAL SITUATIONS INVESTING GROUP, INC. AND AMBRAKE CORPORATION)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Ambrake Corporation ("Ambrake"), and Special Situations Investing Group, Inc. ("SSI") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 6844 (Special Situations Investing Group, Inc. And Ambrake Corporation) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on May 25, 2006, Ambrake filed proof of claim number 6844 against DAS LLC, which asserts an unsecured non-priority claim in the amount of \$2,773,276.88 (the "Claim") stemming from the sale of goods.

WHEREAS, on June 20, 2006, Ambrake assigned its interest in the Claim to Merrill Lynch Credit Products, LLC ("Merrill Lynch Credit Products") pursuant to a Notice of Transfer (Docket No. 4291).

WHEREAS, on July 25, 2006, Merrill Lynch Credit Products assigned its interest in the Claim to SSI pursuant to a Notice of Transfer (Docket No. 4675).

WHEREAS, on November 19, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twenty-Third Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (A) Duplicate Claim, (B) Certain Equity Claims, (C) Insufficiently Documented Claim, (D) Certain Claims Not Reflected On Debtors' Books And Records, And (E) Certain Claims Subject To Modification, Modified Claims Asserting Reclamation, Claim Subject

To Modification That Is Subject To Prior Order, And Modified Claim Asserting Reclamation
That Is Subject To Prior Order (Docket No. 10982) (the "Twenty-Third Omnibus Claims
Objection").

WHEREAS, on December 12, 2007, Ambrake filed its Response of Ambrake
Corporation to Debtors' Twenty-Third Omnibus Claims Objection (Docket No. 11415) (the
"Response").

WHEREAS, to resolve the Twenty-Third Omnibus Claims Objection with respect
to the Claim, the Debtors, Ambrake, and SSI entered into this Joint Stipulation.

WHEREAS, pursuant to this Joint Stipulation, the Debtors acknowledge and
agree that the Claim shall be allowed against the estate of DAS LLC in the amount of
\$2,770,881.55 as a general unsecured non-priority claim.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either
because the Claim involves ordinary course controversies or pursuant to that certain Amended
And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b)
Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow
Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26,
2007.

THEREFORE, the Debtors, Ambrake, and SSI stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$2,770,881.55 and shall be
treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Without further order of the Court, DAS LLC is authorized to offset or
reduce the Claim for purposes of distribution to holders of allowed claims entitled to receive
distributions under any plan of reorganization of the Debtors by the amount of any cure

payments made on account of the assumption, pursuant to section 365 of the Bankruptcy Code, of an executory contract or unexpired lease to which Ambrake is a party.

3. Allowance of the Claim is in full satisfaction of the Claim and Ambrake and SSI, on each of their own behalves and on behalf of each of their own predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (the "Releasing Parties"), hereby waive any and all rights to assert, against any and all of the Debtors, that the Claim is anything but a prepetition general unsecured non-priority claim against DAS LLC. The Releasing Parties further release and waive any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claim or which the Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date.

4. The Twenty-Third Omnibus Claims Objection and Ambrake's Response to the Twenty-Third Omnibus Claims Objection are deemed resolved with respect to the Claim pursuant to this Joint Stipulation.

So Ordered in New York, New York, this 10th day of November, 2008

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
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Debtors. : (Jointly Administered)
:
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 11900
(AMETEK, INC.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Ametek, Inc. ("Ametek") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 11900 (Ametek, Inc.) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 28, 2006, Ametek filed proof of claim number 11900 against DAS LLC, which asserts an unsecured non-priority claim in the amount of \$32,498.64 (the "Claim") stemming from the sale of goods.

WHEREAS, on July 13, 2007, the Debtors objected to the Claim pursuant to the Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject To Modification, Tax Claims Subject to Modification, Modified Claims Asserting Reclamation, And Consensually Modified And Reduced Claims (Docket No. 8617) (the "Nineteenth Omnibus Claims Objection").

WHEREAS, on August 8, 2007, Ametek filed its Response of Ametek Inc. to Debtors' Nineteenth Omnibus Objection to Claims (Docket No. 8923) (the "Response").

WHEREAS, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$25,375.00 as a general unsecured non-priority claim.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Ametek stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$25,375.00 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Allowance of the Claim is in full satisfaction of the Claim and Ametek, on its behalf and on behalf of each of its predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (the "Ametek Releasing Parties"), hereby waives any and all rights to assert, against any and all of the Debtors, that the Claim is anything but a prepetition general unsecured non-priority claim against DAS LLC. The Ametek Releasing Parties further release and waive any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claim or which the Ametek Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date in connection with the Claim.
3. Ametek shall withdraw its Response to the Nineteenth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 10th day of November, 2008

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

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- and -

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EXHIBIT K

Pg 89 of 99
Delphi Corporation
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EXHIBIT P

Pg 99 of 99
Delphi Corporation
Special Parties

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